

**IN THE GRAND COURT OF THE CAYMAN ISLANDS**



**IN THE MATTER OF CHARGE OVER SHARES DATED 26 MARCH 2021**

**AND IN THE MATTER OF GCR ORDER 50, RULE 11**

**CAUSE NO: 104 OF 2021**

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**STOP NOTICE**

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**TO:** Offshore Holdings Limited, its registered office of which is at Centralis Cayman Limited, One Capital Place, Third Floor, Shedden Road, George Town, PO Box 1574, Grand Cayman KY1-1110, Cayman Islands.

**TAKE NOTICE** that the share (**Share**) referred to in the affidavit to which this notice is annexed consists of the following:

1 ordinary share of US\$1.00 par value (uncertificated) registered in its name of Shelf Drilling Offshore Holdings Limited, in the issued share capital of Offshore Holdings Limited held subject to a charge and other interest in favour of Wilmington Trust, National Association as notes collateral agent pursuant to a first lien share mortgage dated 26 March 2021 (the **First Lien Share Mortgage**).

This notice is intended to stop:

1. the transfer of the said Share unless such transfer is permitted by the Indenture and the other First Lien Document (each as used in the First Lien Share Mortgage); and
2. the payment of any dividend or interest or other income due in respect of the Share (other than in accordance with the terms of the First Lien Share Mortgage and the Indenture and the other First Lien Documents (each as defined in the First Lien Share Mortgage)).



BARRY D. SOMROCK

VICE PRESIDENT

For and on behalf of Wilmington Trust, National Association, as collateral agent.

**NOTE:** No transfer of the Share referred to above shall be registered nor shall any such payment as is referred to above be made until 14 days after sending notice thereof to the following person (on whose behalf the above stop notice has been filed):

Wilmington Trust, National Association

50 South Sixth Street, Suite 1290

Minneapolis, MN 55402-1544

Attention: Shelf Drilling Offshore Holdings Limited Administrator

TEL: (612) 217 5667

Email: [bsomrock@wilmingtontrust.com](mailto:bsomrock@wilmingtontrust.com)

**FILED** by Appleby (Cayman) Ltd., Attorneys-at-Law for the Mortgagee, whose address for service is Wilmington Trust, National Association, 50 South Sixth Street, Suite 1290, Minneapolis, MN 55402-1544, Attention: Shelf Drilling Offshore Holdings Limited Administrator.



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**AFFIDAVIT OF BARRY D. SOMROCK**

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I, BARRY D. SOMROCK, of Wilmington Trust, National Association, 50 South Sixth Street, Suite 1290, in my capacity as Vice President and not in my personal capacity, MAKE OATH and say as follows:


1. I am a Vice President of Wilmington Trust, National Association, and duly authorised signatory of Wilmington Trust, National Association (the **Mortgage**), whose address for services is 50 South Sixth Street, Suite 1290, Minneapolis, MN 55402-1544.
2. Pursuant to a share mortgage dated 26 March 2021 between, amongst others, Shelf Drilling Offshore Holdings Limited (**Mortgagor**) and the Mortgagee, the Mortgagor, as legal and beneficial owner, has charged or provided other interest to all rights, title and interest to 1 ordinary share of US\$1.00 par value (uncertificated) registered in its name in the capital of Offshore Holdings Limited (**Company**) in favour of Wilmington Trust, National Association.

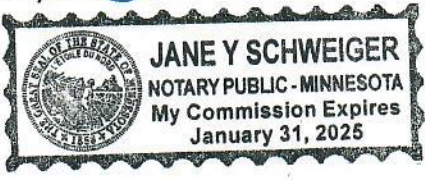
SWORN at )  
County of Hennepin )

State of Minnesota )  
)

This 4th day of June 2021 )  
before me JANE Y. SCHWEIGER )

  
\_\_\_\_\_  
Notary Public )

  
\_\_\_\_\_  
BARRY D. SOMROCK  
VICE PRESIDENT



**NOTE:** The address to which a notice, pursuant to Order 50 rule 12 Grand Court Rules, must be sent, shall for the purposes of that rule, be the address for service stated below.

**FILED** by Appleby (Cayman) Ltd., Attorneys-at-Law for the Mortgagee, whose address for service is Wilmington Trust, National Association, 50 South Sixth Street, Suite 1290, Minneapolis, MN 55402-1544, Attention: Shelf Drilling Offshore Holdings Limited Administrator.